

# HELM

FINANCIAL CORPORATION

One Embarcadero Center • San Francisco, CA 94111

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www.hlmx.com

RECORDATION NO.

21662-A  
FILED

MAR 8 '04 12:44 PM

SURFACE TRANSPORTATION BOARD

MAR 8 2004  
RECEIVED

February 27, 2004

Mr. Vernon Williams  
Surface Transportation Board  
1925 K Street, N.W.  
Washington, D.C. 20423-0001

RE: Termination of Lease of Railroad Equipment dated as of February 23, 2004 by Helm Financial Corporation ("**Termination**").

Dear Mr. Williams:

On behalf of Helm Financial Corporation, I submit for filing and recording, under 49 U.S.C. Section 11303(a) and the regulations promulgated thereunder the following document:

Two (2) fully-executed originals of the above-referenced Termination.

In connection with the recording of the Termination, please note the following information:

Name and Address of Lessor: Helm Financial Corporation  
One Embarcadero Center, Suite 3700  
San Francisco, CA 94111

Name and Address of Lessee: Union Pacific Railway Company  
1416 Dodge Street  
Omaha, NE 68179

Equipment: 133 railcars as described in Schedule A

Please record this Termination as a supplemental agreement to STB Recordation No. 21662 filed on September 23, 1998 at 2:28 PM. The filing fee of \$30.00 is included in our enclosed check.

Summary: Termination of Lease of Railroad Equipment dated as of February 23, 2004 by Helm Financial Corporation for 133 railcars as described in Schedule A thereto, to be filed as a supplemental agreement. Please file this Termination as a supplemental agreement to STB Recordation No. 21662.

Yours truly,



Sharon L. Van Fossan  
Supervisor Contract Administration

/svf  
Enclosures (2)

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MAR 8 '04 12:44 PM

**TERMINATION OF LEASE**

**SURFACE TRANSPORTATION BOARD**

**THIS TERMINATION OF LEASE OF RAILROAD EQUIPMENT ("Termination")** is dated as of February 23, 2004 by **HELM FINANCIAL CORPORATION**, a California corporation ("**Lessor**").

1. **Recitals.** Lessor entered into Schedule No. 10 dated as of July 1, 1998 to the Master Full Service Lease Agreement dated as of January 3, 1995 ("**Lease**") with **Union Pacific Railroad Company**, a Utah corporation, with respect to the one hundred thirty-three (133) railcars described in Schedule A attached hereto. The Lease is on file at the Surface Transportation Board of the Department of Transportation ("**STB**") under STB Recordation No. **21662** filed on September 23, 1998 at 2:28 PM.

The Lease was terminated on October 3, 2002. The purpose of this Termination of Lease is to provide a formal termination document for filing with the STB.

2. **Termination.** The Lease is hereby formally terminated.

**IN WITNESS WHEREOF**, Lessor, pursuant to due corporate authority, has caused this Termination of Lease to be signed in its corporate name as of the date first above written.

**HELM FINANCIAL CORPORATION**

By: Barbara W. Wilson  
Name: Barbara W. Wilson  
Title: Senior Vice President & CFO

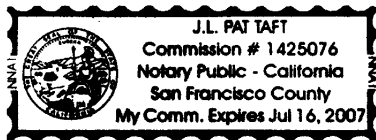
STATE OF CALIFORNIA                     )  
   ) S.S.  
COUNTY OF SAN FRANCISCO         )

On February 24<sup>th</sup>, 2004, before me, J. L. Pat Taft, personally appeared Barbara W. Wilson, Senior Vice President and Chief Financial Officer of **HELM FINANCIAL CORPORATION**,

X personally known to me -OR-

— proved to me on the basis of satisfactory evidence

to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



Witness my hand and official seal.

  
SIGNATURE OF THE NOTARY

# SCHEDULE A

To the Termination of Lease dated as of February 23, 2004

MARK NUMBER		MARK NUMBER		MARK NUMBER	
1	HLMX 5116	61	HLMX 5218	121	HLMX 828015
2	HLMX 5117	62	HLMX 5219	122	HLMX 828021
3	HLMX 5119	63	HLMX 5220	123	HLMX 828023
4	HLMX 5120	64	HLMX 5222	124	HLMX 828026
5	HLMX 5122	65	HLMX 5223	125	HLMX 828030
6	HLMX 5125	66	HLMX 5228	126	HLMX 828042
7	HLMX 5126	67	HLMX 5229	127	HLMX 828045
8	HLMX 5128	68	HLMX 5233	128	HLMX 828046
9	HLMX 5131	69	HLMX 5234	129	HLMX 828050
10	HLMX 5132	70	HLMX 5240	130	HLMX 828057
11	HLMX 5134	71	HLMX 5242	131	HLMX 828081
12	HLMX 5135	72	HLMX 5246	132	HLMX 828086
13	HLMX 5136	73	HLMX 5249	133	HLMX 828090
14	HLMX 5137	74	HLMX 5250		
15	HLMX 5138	75	HLMX 5251		
16	HLMX 5139	76	HLMX 5255		
17	HLMX 5142	77	HLMX 5260		
18	HLMX 5146	78	HLMX 5261		
19	HLMX 5147	79	HLMX 5262		
20	HLMX 5148	80	HLMX 5263		
21	HLMX 5151	81	HLMX 5265		
22	HLMX 5152	82	HLMX 20004		
23	HLMX 5153	83	HLMX 191361		
24	HLMX 5155	84	HLMX 191468		
25	HLMX 5156	85	HLMX 191553		
26	HLMX 5157	86	HLMX 827795		
27	HLMX 5163	87	HLMX 827796		
28	HLMX 5164	88	HLMX 827798		
29	HLMX 5165	89	HLMX 827800		
30	HLMX 5167	90	HLMX 827801		
31	HLMX 5168	91	HLMX 827808		
32	HLMX 5170	92	HLMX 827809		
33	HLMX 5171	93	HLMX 827840		
34	HLMX 5173	94	HLMX 827859		
35	HLMX 5175	95	HLMX 827868		
36	HLMX 5176	96	HLMX 827873		
37	HLMX 5177	97	HLMX 827880		
38	HLMX 5180	98	HLMX 827891		
39	HLMX 5181	99	HLMX 827894		
40	HLMX 5182	100	HLMX 827895		
41	HLMX 5183	101	HLMX 827900		
42	HLMX 5184	102	HLMX 827908		
43	HLMX 5185	103	HLMX 827911		
44	HLMX 5186	104	HLMX 827919		
45	HLMX 5189	105	HLMX 827920		
46	HLMX 5191	106	HLMX 827928		
47	HLMX 5194	107	HLMX 827931		
48	HLMX 5196	108	HLMX 827932		
49	HLMX 5198	109	HLMX 827942		
50	HLMX 5201	110	HLMX 827949		
51	HLMX 5202	111	HLMX 827952		
52	HLMX 5203	112	HLMX 827953		
53	HLMX 5204	113	HLMX 827959		
54	HLMX 5205	114	HLMX 827968		
55	HLMX 5207	115	HLMX 827969		
56	HLMX 5208	116	HLMX 827980		
57	HLMX 5210	117	HLMX 827989		
58	HLMX 5215	118	HLMX 827996		
59	HLMX 5216	119	HLMX 828001		
60	HLMX 5217	120	HLMX 828002		